

**Fill in this information to identify the case:**

Debtor 1 Limetree Bay Refining, LLC

Debtor 2 \_\_\_\_\_  
(Spouse, if filing)

United States Bankruptcy Court for the: Southern District of Texas, Houston Division

Case number 21-32354

E-Filed on 09/10/2021  
Claim # 60

# Official Form 410

## Proof of Claim

04/19

**Read the instructions before filling out this form. This form is for making a claim for payment in a bankruptcy case. Do not use this form to make a request for payment of an administrative expense. Make such a request according to 11 U.S.C. § 503.**

**Filers must leave out or redact** information that is entitled to privacy on this form or on any attached documents. Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. **Do not send original documents;** they may be destroyed after scanning. If the documents are not available, explain in an attachment.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

**Fill in all the information about the claim as of the date the case was filed. That date is on the notice of bankruptcy (Form 309) that you received.**

**Part 1:** Identify the Claim

1. **Who is the current creditor?** HydroAire Service, Inc.  
Name of the current creditor (the person or entity to be paid for this claim)

Other names the creditor used with the debtor \_\_\_\_\_

2. **Has this claim been acquired from someone else?**  No  
 Yes. From whom? \_\_\_\_\_

3. <b>Where should notices and payments to the creditor be sent?</b> <small>Federal Rule of Bankruptcy Procedure (FRBP) 2002(g)</small>	Where should notices to the creditor be sent?	Where should payments to the creditor be sent? (if different)
	<p><u>Michelle Carrera, Hydro, Inc.</u> Name</p> <p><u>834 W. Madison St.</u> Number Street</p> <p><u>Chicago</u> <u>IL</u> <u>60607</u> City State ZIP Code</p> <p>Contact phone <u>(773) 890-9300</u></p> <p>Contact email <u>mcarrera@hydroinc.com</u></p> <p>Uniform claim identifier for electronic payments in chapter 13 (if you use one): _____</p>	<p><u>HydroAire Service, Inc.</u> Name</p> <p><u>834 W. Madison St.</u> Number Street</p> <p><u>Chicago</u> <u>IL</u> <u>60607</u> City State ZIP Code</p> <p>Contact phone <u>(773) 890-9300</u></p> <p>Contact email _____</p>

4. **Does this claim amend one already filed?**  No  
 Yes. Claim number on court claims registry (if known) \_\_\_\_\_ Filed on \_\_\_\_\_  
MM / DD / YYYY

5. **Do you know if anyone else has filed a proof of claim for this claim?**  No  
 Yes. Who made the earlier filing? \_\_\_\_\_

Part 2: Give Information About the Claim as of the Date the Case Was Filed

6. Do you have any number you use to identify the debtor?  No  
 Yes. Last 4 digits of the debtor's account or any number you use to identify the debtor: \_\_\_\_\_

7. How much is the claim? \$ 249,843.60. Does this amount include interest or other charges?  
 No  
 Yes. Attach statement itemizing interest, fees, expenses, or other charges required by Bankruptcy Rule 3001(c)(2)(A).

8. What is the basis of the claim? Examples: Goods sold, money loaned, lease, services performed, personal injury or wrongful death, or credit card. Attach redacted copies of any documents supporting the claim required by Bankruptcy Rule 3001(c). Limit disclosing information that is entitled to privacy, such as health care information.  
Pump repair, testing and storage. See: Attached Addendum

9. Is all or part of the claim secured?  No  
 Yes. The claim is secured by a lien on property.  
**Nature of property:**  
 Real estate. If the claim is secured by the debtor's principal residence, file a *Mortgage Proof of Claim Attachment* (Official Form 410-A) with this *Proof of Claim*.  
 Motor vehicle  
 Other. Describe: Pump

**Basis for perfection:** See: Attached Addendum  
Attach redacted copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or other document that shows the lien has been filed or recorded.)

**Value of property:** \$ 0.00

**Amount of the claim that is secured:** \$ 249,843.60

**Amount of the claim that is unsecured:** \$ 0.00 (The sum of the secured and unsecured amounts should match the amount in line 7.)

**Amount necessary to cure any default as of the date of the petition:** \$ 249,843.60

**Annual Interest Rate** (when case was filed) 3.00 %

Fixed  
 Variable

10. Is this claim based on a lease?  No  
 Yes. Amount necessary to cure any default as of the date of the petition. \$ 0.00

11. Is this claim subject to a right of setoff?  No  
 Yes. Identify the property: \_\_\_\_\_

12. Is all or part of the claim entitled to priority under 11 U.S.C. § 507(a)?

No

Yes. Check one:

Domestic support obligations (including alimony and child support) under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

Up to \$3,025\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(7).

Wages, salaries, or commissions (up to \$13,650\*) earned within 180 days before the bankruptcy petition is filed or the debtor's business ends, whichever is earlier. 11 U.S.C. § 507(a)(4).

Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8).

Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(5).

Other. Specify subsection of 11 U.S.C. § 507(a)(    ) that applies.

Amount entitled to priority

\$                     0.00

\$                     0.00

\$                     0.00

\$                     0.00

\$                     0.00

\$                     0.00

\* Amounts are subject to adjustment on 4/01/22 and every 3 years after that for cases begun on or after the date of adjustment.

Part 3: Sign Below

The person completing this proof of claim must sign and date it. FRBP 9011(b).

If you file this claim electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what a signature is.

A person who files a fraudulent claim could be fined up to \$500,000, imprisoned for up to 5 years, or both. 18 U.S.C. §§ 152, 157, and 3571.

Check the appropriate box:

I am the creditor.

I am the creditor's attorney or authorized agent.

I am the trustee, or the debtor, or their authorized agent. Bankruptcy Rule 3004.

I am a guarantor, surety, endorser, or other codebtor. Bankruptcy Rule 3005.

I understand that an authorized signature on this *Proof of Claim* serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

I have examined the information in this *Proof of Claim* and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on date 09/10/2021  
MM / DD / YYYY

/s/ R. Scott Alsterda  
Signature

Print the name of the person who is completing and signing this claim:

Name R. Scott Alsterda  
First name Middle name Last name

Title Counsel

Company Nixon Peabody LLP  
Identify the corporate servicer as the company if the authorized agent is a servicer.

Address 70 W. Madison, Suite 3500  
Number Street  
Chicago IL 60602  
City State ZIP Code

Contact phone (312) 977-9203 Email rsalsterda@nixonpeabody.com

Attachment 1 - HydroAire Addendum to POC with Exhibits.pdf

Description -

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:	)	Chapter 11
	)	
LIMETREE BAY SERVICES, <i>et al.</i> , <sup>1</sup>	)	Case No. 21-32351
	)	(Jointly Administered)
DEBTORS.	)	

**ADDENDUM TO PROOF OF CLAIM FILED BY HYDROAIRE SERVICES, INC.**

This Addendum is submitted with and incorporated into the Proof of Claim (the “Proof of Claim”) filed by HydroAire Service, Inc. (“HydroAire”) in this case. As referred to in this Addendum, “Debtor” shall mean Limetree Bay Refining, LLC (“Limetree”).

**CREDITOR**

HydroAire provided pump repair and testing services to the Debtor prior to July 12, 2021, (the “Petition Date”) for which it has not been paid

**CLASSIFICATION AND AMOUNT OF CLAIMS AGAINST DEBTOR**

A. HydroAire holds a secured claim against the Debtor in the amount of at least \$249,843.60 arising from the prepetition delivery of pump repair and testing services to the Debtor. Copies of two unpaid invoices are attached to this Addendum as Exhibit “A.”

B. Limetree contracted with John Crane (Company) to have HydroAire perform repairs and testing on one of Limetree’s pumps (the “Pump”) that is part of Limetree’s refinery operation located in Christiansted, Virgin Islands.

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<sup>1</sup>The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Limetree Bay Services, LLC (1866); Limetree Bay Refining Holdings, LLC (1776); Limetree Bay Refining Holdings II, LLC (1815); Limetree Bay Refining, LLC (8671); Limetree Bay Refining Operating, LLC (9067); Limetree Bay Refining Marketing, LLC (9222). The Debtors’ mailing address is Limetree Bay Services, LLC, 11100 Brittmoore Park Drive, Houston, TX 77041.

C. Limetree's Pump was sent to HydroAire and the Pump repair and testing services were provided by HydroAire at its facility in Chicago, Illinois. Limetree's Pump remains in the possession of HydroAire at its facility in Chicago, Illinois.

D. HydroAire's claim against Limetree in the amount of at least \$249,843.60 is a secured claim as evidenced by a valid and perfected statutory lien on the Pump, pursuant to, *inter alia* the Illinois Labor and Storage Lien Act (770 ILCS 45/1). HydroAire's statutory possessory lien on Limetree's Pump is entitled to priority over other security interests, if any, on Limetree's Pump pursuant to *inter alia*, 810 ILCS 5/9-333.

E. HydroAire expressly reserves its rights to amend its secured claim to include interest, late fees, storage fees, attorneys' fees and any and all other costs and expenses incurred by HydroAire in connection with, arising from or related to the repair and testing of Limetree's Pump.

F. HydroAire also holds an unsecured and contingent claim against the Debtor in an unliquidated amount arising out of the avoidance and/or recovery of property, if any, from HydroAire pursuant to 11 U.S.C. § 502(h).

**RESERVATION OF RIGHTS AND CLAIMS, AND RIGHT TO AMEND**

HydroAire reserves the right to (a) amend and/or supplement this Proof of Claim at any time, including after any bar date, and in any manner; and (b) to file additional proofs of claim for any additional claim against the Debtor which may be based on the same or additional documents or grounds of liability. This Proof of Claim is not a waiver of any claim by HydroAire.

The filing of this Proof of Claim is not and shall not be deemed or construed as: (a) a waiver or release by HydroAire of any rights against any person, entity or property; (b) a consent

by HydroAire to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving HydroAire; (c) a waiver or release of HydroAire's right to trial by jury in this Court or any other court in any proceeding as to any and all matters so triable herein, whether or not the same be designated legal or private rights or in any case, controversy or proceeding related hereto, notwithstanding the designation or not of such matters as core proceedings pursuant to 28 U.S.C. § 157, and whether such jury trial right is pursuant to the statute or the United States Constitution; (d) a consent by HydroAire to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy or proceeding related hereto pursuant to 28 U.S.C. § 157 or otherwise; (e) a waiver or release of HydroAire's right to have any and all final orders in any and all non-core matters or proceedings entered on after *de novo* review by a judge of the United States District Court; (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this Proof of Claim, any objection thereto or other proceeding which may be commenced in this case or otherwise involving HydroAire; (g) an election of remedies; (h) a waiver or release of, or any limitation on HydroAire's right to assert that any portion of the claims asserted herein are entitled to treatment as priority claims; (i) a waiver or release of, or any limitation on HydroAire's right to assert that any portion of the claims asserted herein are entitled to treatment as administrative claims under §§ 503(b) and 507(a) of the Bankruptcy Code; or (k) a waiver of any rights, claim, actions or defenses, setoffs, recoupments or other matters to which HydroAire is entitled under any agreements, at law, in equity or under the United States Constitution.

Any questions regarding this Proof of Claim may be directed to the signatory of the Proof of Claim in his capacity as counsel for HydroAire at the following location:

R. Scott Alsterda  
Nixon Peabody LLP  
70 West Madison, Suite 3500  
Chicago, IL 60602  
Telephone: (312) 977-9203  
[rsalsterda@nixonpeabody.com](mailto:rsalsterda@nixonpeabody.com)



**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re:	)	Chapter 11
	)	
LIMETREE BAY SERVICES, <i>et al.</i> ,	)	Case No. 21-32351
	)	(Jointly Administered)
DEBTORS.	)	

**EXHIBIT A TO ADDENDUM TO PROOF OF CLAIM**

<b>Invoice</b>	<b>Total</b>	<b>Outstanding</b>	<b>Date Sent</b>
10458	\$67,940.10	\$67,940.10	06/22/2021
14069	\$181,903.50	\$181,903.50	06/22/2021
<b>Total</b>		\$249,843.60	



HydroAire Service, Inc.  
A Hydro Company

**INVOICE 10458**

**HYDROAIRE SERVICE INC (SPR)**  
**SUPERIOR PUMP REPAIR**  
 1126 W 40TH STREET      **Phone: 773-890-9300**  
 CHICAGO IL 60609-2505    **Fax: 773-890-9302**  
 United States

SALES ORDER <b>7947</b>		PAGE <b>1 of 1</b>
CUSTOMER PO <b>306904</b>		TAXCODE
TERMS NET 30	PACK SLIP <b>2348</b>	INVOICE DATE <b>06/22/2021</b>
SALES REP <b>SERGIO RAMOS</b>		SHIP DATE <b>06/22/2021</b>
SHIP VIA		FOB

<b>SOLD TO</b>	30107 JOHN CRANE 6400 WEST OAKTON STREET ATTN: ACCOUNTS PAYABLE MORTON GROVE IL 60053-0805 United States	<b>SHIP TO</b>	30107 LIMETREE BAY REFINING LLC 1 ESTATE HOPE CHRISTIANSTED VI 00820 United States
	rgoreshnik@johncrane.com, rlpalumbo@johncrane.com		

Line	Part Number/Description	QTY Ordered	QTY Shipped	QTY B O	Unit Price	Ext Price
1	TEST0001 PERFORMANCE TEST (WITHOUT NPSH)  Cust Part	1.00	1.00	0	67,940.10	67,940.10

<b>Remit To:</b>	EFT REMITTANCE INFORMATION
HYDROAIRE SERVICE INC.	FIFTH THIRD BANK
SUPERIOR PUMP REPAIR	CINCINNATI, OH USA
834 W MADISON	BANK ROUTING(Wire) : 042000314
CHICAGO, IL - 60607	SWIFT : FTBCUS3C
	BANK ROUTING(ACH) : 071923909
	ACCOUNT NO: 0069270830

Sub Total	<b>67,940.10</b>
Tax	<b>0.00</b>
Deposit/Adv Bill.	<b>0.00</b>
Freight Charges	<b>0.00</b>

<b>Total:</b>	<b>\$ 67,940.10</b>
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Thank you for your valued business!

**ORIGINAL**



HydroAire Service, Inc.  
A Hydro Company

**INVOICE 14069**

**HYDROAIRE SERVICE INC (SPR)**  
**SUPERIOR PUMP REPAIR**  
**1126 W 40TH STREET**      **Phone: 773-890-9300**  
**CHICAGO IL 60609-2505**    **Fax: 773-890-9302**  
**United States**

SALES ORDER <b>7947 B</b>		PAGE <b>1 of 1</b>
CUSTOMER PO		TAXCODE
TERMS NET 30	PACK SLIP	INVOICE DATE <b>06/22/2021</b>
SALES REP <b>SERGIO RAMOS</b>		SHIP DATE <b>06/22/2021</b>
SHIP VIA		FOB

<b>SOLD TO</b>	30107 JOHN CRANE 6400 WEST OAKTON STREET ATTN: ACCOUNTS PAYABLE MORTON GROVE IL 60053-0805 United States	<b>SHIP TO</b>	30107 LIMETREE BAY REFINING LLC 1 ESTATE HOPE CHRISTIANSTED VI 00820 United States
	rgoreshnik@johncrane.com, rlpalumbo@johncrane.com		

Line	Part Number/Description	QTY Ordered	QTY Shipped	QTY B O	Unit Price	Ext Price
1	2347392 PUMP PACIFIC WIK 6-149 9 Stg  Engineering & Shop Supervision	1.00	1.00	0	39,091.50	39,091.50
2	TEST0001 PERFORMANCE TEST  Performance Test	1.00	1.00	0	50,608.80	50,608.80
3	2347392 PUMP PACIFIC WIK 6-149 9 Stg  Additional Work	1.00	1.00	0	92,203.20	92,203.20

<b>Remit To:</b>	EFT REMITTANCE INFORMATION
HYDROAIRE SERVICE INC.	FIFTH THIRD BANK
SUPERIOR PUMP REPAIR	CINCINNATI, OH USA
834 W MADISON	BANK ROUTING(Wire) : 042000314
CHICAGO, IL - 60607	SWIFT : FTBCUS3C
	BANK ROUTING(ACH) : 071923909
	ACCOUNT NO: 0069270830

Sub Total	<b>181,903.50</b>
Tax	<b>0.00</b>
Deposit/Adv Bill.	<b>0.00</b>
Freight Charges	<b>0.00</b>

<b>Total:</b>	<b>\$ 181,903.50</b>
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Thank you for your valued business!

**ORIGINAL**